

**IN THE UNITED STATES BANKRUPTCY COURT FOR THE
NORTHERN DISTRICT OF ILLINOIS – EASTERN DIVISION**

In re: Aztec Supply Corporation,) **Case No. 07-15189**
) **Chapter 11**
Debtor.) **Judge John H. Squires**
) **Hearing Date and Time:**
) **December 18, 2007 at 9:30 a.m.**

**FIANL ORDER APPROVING POST-PETITION FINANCING BETWEEN PLASTIC
FINANCIAL AND THE DEBTOR IN POSSESSION**

This cause coming on to be heard on the Joint Motion of Aztec Supply Corporation (“Aztec”) and Plastic Financial LLP (Plastic Financial”) for Authorization and Approval of Financing Pursuant to Section 364(d)(1), For Super Priority Status Pursuant to Section 364(c)(1) and for Interim Financing Pursuant to Rules 4001, 9014 and Local Rule 4001-2B, after notice and hearing, the Court finding that the proposed additional financing of \$126,000 from Plastic Financial is necessary to overcome the insufficiency of liquid funds of Aztec to satisfy its payroll obligations, its rental obligations to its landlord and purchase requirements of additional inventory to fill existing customer orders and such additional customer orders expected in the seasonal period of the end of the year, and that the terms of the financing proposed from Plastic Financial are fair and equitable to the Debtor, its estate, all creditors and parties in interest and therefore, cause exists to grant the requested relief, WHEREFORE:

IT IS ORDERED, ADJUDGED AND DECREED that:

1. The Joint Motion is hereby approved; and
2. Pursuant to Section 364(c) and (d) of the Bankruptcy Code, Rules 4001 and 9014 of the Federal Rules of Bankruptcy Procedure and Local Rule 4001-2B, the final Financing from Plastic Financial to Aztec as Debtor in Possession is approved and Aztec is authorized to borrow pursuant to Section 364(c) and (d) of the Bankruptcy Code additional financing from Plastic

Financial but limited to an amount not to exceed the sum of \$126,000, inclusive of the Interim Financing approved by this Court on December 4, 2007, provided, however, that nothing contained herein shall preclude the Debtor from seeking approval of further financing with Plastic Financial, upon notice and hearing;

3. The court approves and authorizes the grant by Aztec to Plastic Financial of (i) the security interests and liens as proposed in the Post-Petition and Security Agreement attached as an exhibit to the Joint Motion, which security interests and liens shall attach to all post-petition property of the estate (excepting Avoidance Actions under Chapter 5 of the Bankruptcy Code) and have first and senior prior as to all collateral created on or after December 4, 2007 (with AztecAmerica having priority on all collateral existing on or before December 3, 2007 but not thereafter, and (ii) Super Priority Administrative Claim to Plastic Financial (subject to the payment of all service charges and other obligations owed to the Office of the United States Trustee), as described in the Post Petition Loan and Security Agreement, limited to the extent of the \$126,000 as advanced under this Order (inclusive of the \$60,000 of Interim Financing approved by the Court's Order to December 4, 2007.

ENTERED:

DEC 18 2007


United States Bankruptcy Judge

Prepared By:

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